

EXHIBIT A

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February 11, 2005

VIA FACSIMILE AND
FIRST CLASS MAIL

Lisa M. Fleming, Esq.
Bromberg & Sunstein LLP
125 Summer Street
Boston, MA 02110-1618

RE: ScanSoft, Inc. v. Voice Signal Technologies, Inc., et. al
Civil Action No. 04-10353 PBS

Dear Lisa:

I write to confirm the agreement which we reached in our telephone conversation moments ago. We have agreed as follows:

Voice Signal will agree to extend the discovery deadlines in this matter by three months, as requested in ScanSoft's pending emergency motion before the Court. ScanSoft will withdraw its emergency motion, and the parties will file a joint proposal to the Court reflecting our agreement to extend the discovery deadline by three months.

In connection with the above, ScanSoft will continue the depositions of various Voice Signal witnesses, currently noticed for the last two weeks of February (these are the individual depositions of Dan Roth, Tom Lazay, Yan Pantzar, Laurence Gillick, Robert Roth, Jonathan Yamron, and Manfred Grabherr). I have agreed that these depositions will be rescheduled to dates mutually agreeable to the parties within the three month discovery extension period. In the unexpected event that the Court denies our request to extend the discovery deadlines, Voice Signal will, if necessary, make these witnesses available after February 28, 2005.

We have agreed that ScanSoft will proceed with the deposition of Voice Signal's 30(b)(6) designee, Dan Roth, on February 22, 2005. The deposition of Jordan Cohen will proceed on February 28, 2005.

Lisa M. Fleming, Esq.
February 11, 2005
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Finally, you requested that Voice Signal and ScanSoft exchange source code. I have agreed that Voice Signal will provide user interface source code to ScanSoft in the near future. I will contact you when I am able to provide you with a specific date upon which that exchange will occur.

I have not agreed to provide additional source code, which is the subject of a pending motion. Please contact me if I have misstated any of the above.

Sincerely,

A handwritten signature in black ink, appearing to be 'P. Popeo', with a large, stylized initial 'P'.

Paul D. Popeo

PDP/slw:3816207.2